

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

In re:

DELPHI CORPORATION, et al.,

Debtors.

Chapter 11

Case No. 05-44481 (RDD)

(Jointly Administered)

**SIXTH INTERIM APPLICATION FOR ALLOWANCE OF FEES
OF DELOITTE & TOUCHE LLP AS INDEPENDENT AUDITORS AND
ACCOUNTANTS TO THE DEBTORS FOR THE PERIOD FROM
JUNE 1, 2007 THROUGH SEPTEMBER 30, 2007**

TO: THE HONORABLE ROBERT D. DRAIN
UNITED STATES BANKRUPTCY JUDGE

Deloitte & Touche LLP ("Deloitte & Touche") hereby applies to this Court for allowance of fees and expenses as independent auditors and accountants to Delphi Corporation, et al. (the "Debtors"), for the period from June 1, 2007 through September 30, 2007, pursuant to 11 U.S.C. §§ 330 and 331, Fed.R.Bankr. Pro. 2016. In support of this application, Deloitte & Touche states:

Background

1. On October 8, 2005 (the "Petition Date"), certain of the Debtors filed voluntary petitions in this Court for relief under chapter 11 of title 11 of the United States Code, 11 U.S.C. § 101-1330, as amended (the "Bankruptcy Code"). On October 14, 2005, three additional Debtors filed voluntary petitions in this Court for relief under the Bankruptcy Code. The Debtors continue to operate their business and manage their properties as debtors-in-possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code. Also on the

Petition Date, this Court entered an order directing the joint administration of the Debtors' chapter 11 cases (Docket No. 28).

2. On November 23, 2005, the Debtors filed an application for authority to employ Deloitte & Touche as independent auditors and accountants to the Debtors.

3. On January 17, 2006, the Court authorized the employment of Deloitte & Touche as independent auditors and accountants to the Debtors nunc pro tunc to October 8, 2005.

4. Under sections 330 and 331 of the Bankruptcy Code, Deloitte & Touche is entitled to "reasonable compensation for actual, necessary services" and reimbursement for actual and necessary expenses.

5. Deloitte & Touche has provided professional services to the Debtors from June 1, 2007 through September 30, 2007.

6. Pursuant to the *Order Under 11 U.S.C § 331 Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals*, Deloitte & Touche submitted two (2) monthly statements for the period from June 1, 2007 through September 30, 2007 requesting a total of \$53,157.06 in professional fees.¹ Deloitte & Touche has not requested reimbursement for expenses incurred during the period covered by this interim application.

7. For the period from June 1, 2007 through August 31, 2007, Deloitte & Touche has received payments of \$35,390.81 for professional services rendered.

¹ Deloitte & Touche has voluntarily reduced its current fee request related to certain fee application services included in this interim application, as noted in Exhibit A of the attached schedules. Deloitte & Touche reserves the right to seek the fees associated with these services in future fee applications.

8. For the period of September 1, 2007 through September 30, 2007, fees of \$9,446.70 remain within the court mandated 15-day objection period. No invoice has been submitted, nor settlement made, with regard to these fees.

9. Attached hereto as **Exhibit A** is a summary of total fees, fee adjustments, and expenses incurred during the period covered by this application.

10. Attached hereto as **Exhibit B** is a narrative description of the services rendered in the period covered by this application.

11. Attached hereto as **Exhibit C** is a summary of time and fees, by individual, incurred during the period covered by this application.

12. Attached hereto as **Exhibit D** is a summary of time, by matter category, incurred during the period covered by this application.

13. Attached hereto as **Exhibit E** is a chronology of services by date, professional, title, category, description of activity, time, rate, and associated fee, incurred during the period covered by this application.

14. All professional services for which compensation is being sought in this application were performed solely for and on behalf of the Debtors.

15. Some services incidental to the tasks to be performed by Deloitte & Touche in these chapter 11 cases have been performed by personnel employed by or associated with affiliates of Deloitte & Touche, including Deloitte Financial Advisory Services LLP. The fees and expenses with respect to such services are included in this fee application. Deloitte & Touche has no agreement to share its revenues from the services for which it has been retained in these cases with any nonaffiliated entity.

WHEREFORE, Deloitte & Touche requests that this Court (i) enter an order awarding Deloitte & Touche fees in the amount of \$53,157.06 in connection with services rendered to the Debtors for the period from June 1, 2007 through September 30, 2007, and (ii) grant such other relief as is just and necessary.

Dated: December 7, 2007

Deloitte & Touche LLP

By: /s/ Brock E. Plumb

Brock E. Plumb
Partner